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ATTORNEYS AND COUNSELORS AT LAW

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February 24, 1995

Recordation No. 5749-H

Dear Mr. Williams:

On behalf of First Trust of California, National Association, successor to Wells Fargo Bank, N.A., Secured Party, I submit for filing and recording under 49 U.S.C. § 11303 and the regulations promulgated thereunder, counterparts of a secondary document, not previously recorded, entitled Release of Part of Security Collateral from and from under Security Agreement-Trust Deed ("Release"), executed as of February 17, 1995.

The party executing the enclosed Release is:

First Trust of California, National Association
Suite 1150
101 California Street
San Francisco, CA 94111

- RELEASING PARTY

The said Release is a release by the Releasing Party of ONLY those units of rolling stock covered in Schedule I thereto from and from under that certain Security Agreement — Trust Deed, as supplemented and amended, all filed and recorded under Recordation No. 5749 and subparts thereof, and the Release should be recorded under the next available letter under Recordation No. 5749, which we believe is "-H."

The units of rolling stock covered by the enclosed Release are ONLY those units covered in Schedule I of the Release.

A short summary of the Release to appear in the ICC Index is as follows:

"Release ONLY of units in Schedule I to Release document"

Enclosed is a check in the amount of twenty-one dollars (\$21.00) in payment of the filing fee.

Once the filing has been made, please return to bearer the stamped counterpart(s) of the document not required for filing purposes, together with the ICC letter/fee receipt acknowledging the filing, and the two extra copies of this letter of transmittal.

Very truly yours,

Allen H. Harrison, Jr.

Attorney for First Trust of California, National Association, successor to Wells Fargo Bank, N.A., for the purpose of this filing.

Honorable Vernon A. Williams
Secretary
Interstate Commerce Commission
Washington, D.C. 20423
Enclosures
BY HAND

8307-020

5749-H

RELEASE OF PART OF SECURITY COLLATERAL
FROM AND FROM UNDER
SECURITY AGREEMENT - TRUST DEED

KNOW ALL PERSONS BY THESE PRESENTS THAT

WHEREAS, W.H. Ruskaup and Ben Maushardt, Trustee under a Trust Agreement dated as of April 1, 1970 (Union Carbide Corporation, U.C. Trust No. 1), as Debtor, and Wells Fargo Bank, N.A., Security Trustee, as Secured Party, did enter into that certain Security Agreement -- Trust Deed dated as of June 1, 1970, which was filed and recorded with the Interstate Commerce Commission ("ICC") on June 15, 1970 under Recordation No. 5749, and

WHEREAS, First Supplemental Security Agreement -- Trust Deed between Debtor and Secured Party, dated as of September 1, 1970, was filed and recorded with the ICC September 15, 1970 under Recordation No. 5749-A, and

WHEREAS, Second Supplemental Security Agreement -- Trust Deed between Debtor and Secured Party, dated as of December 1, 1970 was filed and recorded with the ICC December 15, 1970 under Recordation No. 5749-B, and

WHEREAS, Third Supplemental Security Agreement -- Trust Deed between Debtor and Secured Party, dated as of March 1, 1971, was filed and recorded with the ICC March 15, 1971, under Recordation No. 5749-C, and

WHEREAS, Fourth Supplemental Security Agreement -- Trust Deed between Debtor and Secured Party, dated as of June 1, 1971, was filed and recorded with the ICC June 15, 1971 under Recordation No. 5749-D, and

WHEREAS, Wells Fargo Bank, National Association, as Assignor/Transferor, and Bankers Trust Company of California, National Association, as Assignee/Transferee did enter into that certain Agreement to Assign and Transfer Interest in Lease of Railroad Equipment dated August 17, 1987, filed and recorded with the ICC on March 15, 1988 under Recordation No. 5749-E, and

WHEREAS, Bankers Trust Company of California, National Association, as Assignor/Transferor, and First Trust of California, National Association, as Assignee/Transferee

did enter into that certain Agreement to Assign and Transfer Interest in Lease of Railroad Equipment dated July 6, 1992, filed and recorded with the ICC on July 6, 1992 under Recordation No. 5749-F, and


WHEREAS, Union Bank, as Trustor, Trust Company for USL, Inc., as Successor Trustee and United States Leasing International, Inc., as Agent did enter into that certain Appointment of Successor Trustee under Trust Agreement, dated as of September 28, 1993, filed and recorded with the ICC on October 1, 1993 under Recordation No. 5749-G, whereby Trust Company for USL, Inc. became the Successor Trustee to W.H. Ruskaup and Ben Maushardt and thus the successor Debtor under the aforesaid Security Agreement -- Trust Deed, and

WHEREAS, the obligations secured by the units identified in Schedule I of the aforesaid Security Agreement -- Trust Deed (copy of said Schedule I attached and made a part hereof) have been satisfied and discharged and the parties thereto wish to release of record the instant lien and encumbrance.

NOW, THEREFORE, for good and valuable consideration, the sufficiency and receipt of which is acknowledged, and intending to be legally bound, First Trust of California, National Association, successor to Wells Fargo Bank, National Association, as Secured Party, does hereby release and terminate the security interest created by the aforesaid Security Agreement -- Trust Deed ONLY as to the aforesaid units in Schedule I thereto/hereto and releases and discharges the aforesaid units from and from under the lien and encumbrance created by the aforesaid Security Agreement -- Trust Deed.

IN WITNESS WHEREOF, First Trust of California, National Association, has duly executed this RELEASE OF PART OF SECURITY COLLATERAL FROM AND FROM UNDER SECURITY AGREEMENT -- TRUST DEED as of this 17th day of FEBRUARY, 1995.

FIRST TRUST OF CALIFORNIA,
NATIONAL ASSOCIATION

By: 

Name: L. L. LOPES

Title: Assistant Vice President

SCHEDULE I

192 5250 cu. ft. lined covered hopper cars, Car Numbers RAIX 60000 thru RAIX 60191

25 20,000 gal. 111A60ALW, coiled insulated, Car Numbers RAIX 9000 thru RAIX 9024

183 20,000 gal. 111A100W, coiled insulated, Car Numbers RAIX 6000 thru RAIX 6182

20 43,000 gal. 111A100W-1, non-coiled, non-insulated, Car Numbers RAIX 4300 thru RAIX 4319

40 10,000 gal. 111A100W-1, coiled, insulated, Car Numbers RAIX 5000 thru RAIX 5039

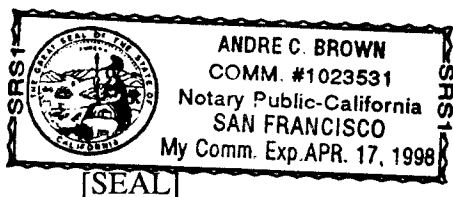
15 10,000 gal. 111A100W-1, coiled, insulated, Car Numbers RAIX 5040 thru RAIX 5054

STATE OF CALIFORNIA)
COUNTY OF SAN FRANCISCO)

SS:

On this 17th day of FEBRUARY, 1995 before me personally appeared
L.L. LOPES, to me personally known, who being by me duly sworn, says
that he/she is the Assistant Vice President of First Trust of California, National
Association, that the foregoing instrument was signed on behalf of First Trust of California,
National Association by authority of its Board of Directors, and he/she acknowledged that the
execution of the foregoing instrument was the free act and deed of First Trust of California,
National Association.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.



Andre C. Brown
Notary Public

My Commission expires: